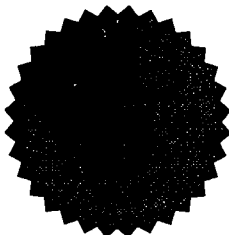


Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF DISSOLUTION OF "SNCB SECURITIES INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2001, AT 9:45 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2308697 8100

AUTHENTICATION: 2492406

030417119

DATE: 06-24-03

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:45 AM 02/28/2001
010100793 - 2308697

TO 00334#0644100072 P.02/02

**CERTIFICATE OF DISSOLUTION
OF
SNCB SECURITIES INC.**

SNCB Securities Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That dissolution was authorized on October 23, 2000.

SECOND: That dissolution has been authorized by the Board of Directors and stockholders of the corporation in accordance with the provisions of subsections (a) and (b) of section 275 of the General Corporation Law of the State of Delaware.

THIRD: That the names and addresses of the directors and officers of SNCB Securities Inc. are as follows:

DIRECTORS

NAMES

Thomas M. Krohley

Fredrick O. Crawford

Mansour Kaki

ADDRESSES

129 Oldfield Road
Fairfield, CT 06430

Wellington House, 4th Floor
125 Strand
London WC2R OAP
England

NCB Investment Services
A1 Nakeel Center
P.O. Box 15844
Jeddah 21454 Saudi Arabia

OFFICERS

NAMES

Thomas M. Krohley

Virginia I. Pensa

OFFICES

President, Treasurer

Secretary


ADDRESSES

129 Oldfield Road
Fairfield, CT 06430

45 Tudor City Place, Apt. 619
New York, NY 10017

Executed on the 23rd day of February, 2001.

By


Thomas M. Krohley
President